

# HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

April 16, 1992

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

RECORDATION NO. 16168-111 FILED 148

APR 20 1992 - 10:15 AM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Lee:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder, two (2) executed counterparts of a document entitled Partial Termination of Security Agreement executed as of March 31, 1992 ("Partial Termination"), which should be included as part of the filing recorded on January 18, 1989, Recordation No. 16168, as the next available recordation number.

The executing party to the enclosed Termination is:

The First Nation Bank of Boston ("Bank")  
100 Federal Street  
Boston, MA 02110

The Partial Termination terminates the Bank's security interest in the 65 railcars described in Exhibit A to the Partial Termination of the Security Agreement dated as of January 17, 1989 between Helm Financial Corporation and the Bank filed under ICC Recordation No. 16168 on January 18, 1989 at 10:55 AM.

A short summary of the document to appear in the ICC Index is as follows:

### "Partial Termination of Security Agreement"

Payment of the filing fee of sixteen dollars (\$16.00) is included in the enclosed check of \$112.00. Once the filing has been made, please return to bearer the stamped counterparts of the Termination of Agency and Management Agreement not needed for your files, together with fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this transmittal letter.

Sincerely,



Sharon L. Van Fossan  
Contract Administrator

svf  
Enclosures

16168-AD  
RECORDED NO. 16168

APR 20 1992 - 10 15 AM

**PARTIAL TERMINATION OF  
SECURITY AGREEMENT**

INTERSTATE COMMERCE COMMISSION

THIS PARTIAL TERMINATION OF SECURITY AGREEMENT, dated as of March 31, 1992, by The First National Bank of Boston, a national banking association, (the "Bank"), for the benefit of Helm Financial Corporation, a California corporation ("Helm").

1. Recitals. Helm owns sixty-five railcars bearing American Association of Railroad Designation Numbers as listed on Exhibit A attached hereto (the "Units"). Helm has granted a blanket security interest in all of its assets now owned or hereafter acquired (the "Collateral"), to the Bank upon the terms and conditions provided in that certain Security Agreement, dated as of January 17, 1989, between Helm and the Bank (the "Security Agreement") and filed at the Interstate Commerce Commission ("ICC") under Recordation No. 16168 filed on January 18, 1989 at 10:55 a.m.

Helm is planning to sell the Units to a third party as permitted by the Security Agreement and desires to do so free and clear of any lien or security interest of the Bank. Pursuant to the terms of the Security Agreement, the Bank and Helm desire to terminate the Bank's security interest in the Units.

2. Termination of Security Interest. The Bank security interest in the Units shall be and is hereby terminated upon the filing of this Partial Termination with the ICC and all of the Bank's right, title and interest in and to the Units shall and has become null and void.

This Release shall have no effect on the Bank security interest in and lien on any Collateral other than the Units and said security interest in and lien on such other Collateral is hereby reaffirmed.

IN WITNESS WHEREOF, the Bank, pursuant to due authority, has executed this Partial Termination of Security Agreement as of the date first above written.

**THE FIRST NATIONAL BANK OF  
BOSTON**

By: *Michael J. Kelly*

Title: MANAGER EXECUTIVE



EXHIBIT A

<u>Equipment Description</u>	<u>Quantity</u>	<u>Equipment Nos.</u>	
3,850 cubic foot, 54'7", 100-ton, high side, rotary dump gondolas built in 1968 by Dispatch Shops	65	MCHX 2102	MCHX 2201
		2103	2204
		2111	2205
		2112	2208
		2113	2016
		2114	2219
		2115	2220
		2116	2222
		2117	2223
		2118	2225
		2121	2227
		2123	2231
		2129	2233
		2132	2237
		2135	2241
		2137	2245
		2139	2249
		2144	2250
		2151	2256
		2152	2260
		2153	2261
		2154	2263
		2167	2264
		2169	2265
		2173	2269
2178	2270		
2179	2673		
2183	2276		
2184	2277		
2190	2278		
2195	2280		
2197	2284		
2199			